

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

<p>Name of entity: Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust, and Goodman Logistics (HK) Limited) (ASX: GMG) and Goodman Funds Management Limited as responsible entity of Goodman PLUS Trust (ASX: GMP)</p>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Gregory Leith Goodman
Date of last notice	1 September 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect
<p>Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p>Gregory Goodman is a director and has a beneficial interest in Trison Investments Pty Limited. Trison Investments Pty Limited has a relevant interest in securities held by Beeside Pty Limited as trustee for Beeside Trust through contracts</p>
Date of change	26 and 30 September 2016
No. of securities held prior to change	<p>Direct – 3,901,370 GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan</p> <p>Direct - 940,179 GMG Stapled Securities</p> <p>Indirect – Trison Investments Pty Limited has a relevant interest over 37,976,923 GMG Stapled Securities.</p>

+ See chapter 19 for defined terms.

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Class	GMG Stapled Securities, GMG Performance Rights and relevant interests in GMG Stapled Securities.
Number acquired	2,400,000 GMG Performance Rights
Number disposed	473,927 GMG Stapled Securities
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil consideration for acquisition of GMG Performance Rights \$3,414,644 for sale of GMG Stapled Securities
No. of securities held after change	Direct –6,301,370 GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan Direct - 466,252 GMG Stapled Securities Indirect – Trison Investments Pty Limited has a relevant interest over 37,976,923 GMG Stapled Securities.
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	2,400,000 GMG Performance Rights issued in reliance of Listing Rule 10.15B (any Securities delivered on vesting are required to be purchased on-market). 473,927 GMG Stapled Securities sold in on market trade.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest\	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	

+ See chapter 19 for defined terms.

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Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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Rule 3.19A.2

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<p>Name of entity: Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust, and Goodman Logistics (HK) Limited) (ASX: GMG) and Goodman Funds Management Limited as responsible entity of Goodman PLUS Trust (ASX: GMP)</p>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Danny Peeters
Date of last notice	1 September 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
<p>Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.</p>	Held in the name DPCON BVBA a company in which Danny Peeters has a beneficial interest
Date of change	30 September 2016
No. of securities held prior to change	1,843,520 – GMG Stapled Securities 1,367,528 – GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan
Class	GMG Stapled Securities, GMG Performance Rights
Number acquired	600,000 GMG Performance Rights
Number disposed	Nil

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	1,843,520 – GMG Stapled Securities 1,967,528 – GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	600,000 GMG Performance Rights issued in reliance of Listing Rule 10.15B any Securities delivered on vesting are required to be purchased on-market.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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\Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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Rule 3.19A.2

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<p>Name of entity: Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust, and Goodman Logistics (HK) Limited) (ASX: GMG) and Goodman Funds Management Limited as responsible entity of Goodman PLUS Trust (ASX: GMP)</p>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Anthony Rozic
Date of last notice	1 September 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect
<p>Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p>Goodman PLUS held in the name of Rozic Super Pty Limited atf Rozic Family Super Fund a fund in which Anthony Rozic has a beneficial interest.</p> <p>GMG Stapled Securities held by spouse.</p>
Date of change	30 September 2016
No. of securities held prior to change	<p>1,562,777 – GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan</p> <p>Direct – 859,315 GMG Stapled Securities</p> <p>Indirect - 454,492 GMG Stapled Securities held by spouse</p> <p>Indirect - Rozic Super Pty Limited atf Rozic Family Super Fund holds 1,000 Goodman PLUS</p>

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Class	GMG Stapled Securities, GMG Performance Rights and Goodman PLUS
Number acquired	700,000 GMG Performance Rights
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil consideration
No. of securities held after change	2,262,777– GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan Direct – 859,315 GMG Stapled Securities Indirect – 454,492 GMG Stapled Securities held by spouse Indirect - Rozic Super Pty Limited atf Rozic Family Super Fund holds 1,000 Goodman PLUS
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	700,000 GMG Performance Rights issued in reliance of Listing Rule 10.15B (any Securities delivered on vesting are required to be purchased on-market).

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	

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Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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